



3. I have reviewed the exhibits identified below and determined that they merit sealing:

Document	Portion to Be Filed Under Seal	Designating Party
Exhibit 94	Entire document	Anthony Levandowski
Exhibit 95	Entire document	Anthony Levandowski
Exhibit 99	Entire document	Anthony Levandowski

4. Exhibit 94 to Waymo's Offer of Proof is a draft Agreement and Plan of Merger, that appears to have been created by counsel for Ottomotto and Otto Trucking "the Otto entities"), O'Melveny & Myers, LLP, and is dated 3/18/2016. The draft agreement contains numerous notes from counsel to the principals of the Otto entities, Mr. Levandowski and Mr. Ron, and appears to have been drafted for their review. This document thus constitutes privileged attorney work product and contains confidential attorney-client communications. To my client's knowledge, this document has not been disclosed to third parties; therefore, it should remain confidential.

5. Exhibit 95 to Waymo's Offer of Proof is an email thread dated March 18, 2016 through March 23, 2016, containing attorney-client communication between counsel from O'Melveny & Myers, attorney Ognen Stojanovski, both of whom advised the Otto entities, and the principals of Otto, Mr. Ron and Mr. Levandowski. This email thread provides legal advice on a potential merger agreement. It is therefore privileged and should remain confidential.

6. Exhibit 99 to Waymo's Offer of Proof is a 158-page privilege log provided by my firm to counsel for Waymo. Many of the entries on this log reference communications with attorneys involving transactions unrelated to the subject of the present litigation and include the names entities involved in these transactions. Numerous other entries reference communications between Mr. Levandowski and his family law attorneys. The public disclosure of these references – including the names of other entities and the dates and times of communications

1 with his transactional and family law attorneys – would invade Mr. Levandowski’s right to  
2 privacy. Moreover, these matters are wholly unconnected with the current litigation.  
3 Consequently, the privilege log should remain confidential.

4 I declare under penalty of perjury under the laws of the State of California and the  
5 United States of America that the foregoing is true and correct, and that this declaration was  
6 executed in Berkeley, California, on January 16, 2018.

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8 Respectfully submitted,

9  
10 /s/ Ismail Ramsey

11 Ismail Ramsey  
12 Ramsey & Ehrlich LLP

13 *Counsel for Non-Party Anthony*  
14 *Levandowski*  
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